

ROSE CITY AMATEUR RADIO CLUB

BY-LAWS

September 13, 2014

DEFINITIONS

1. In these By-laws,

"Act" means The Societies Act, Chapter 347 of the Revised Statutes of Alberta 1970, with amendments up to and including July 7, 1980.

"Board" means the Board of Directors elected by the members.

"Club" means the Rose City Amateur Radio Club and means the "Society" in the Act.

"Director" includes a trustee, officer, member of an executive committee and any person occupying such a position, whatever the position is called.

"Special resolution" means a resolution passed by a majority of not less than three-fourths of such members entitled to vote as are present in person or by proxy at an annual meeting or special meeting of which notice specifying the intention to purpose the resolution as a special resolution has been given.

INTERPRETATION

2. In these By-laws, unless the context otherwise requires, words importing the singular number shall include the plural number, and the masculine gender shall include the feminine gender, as the case may be, and references to persons shall include firms, corporations and societies.

MEMBERSHIP

3. Any person may apply for membership in the Club and may become a member by a favorable vote passed by a majority of the members at a regular meeting of the Society and upon payment of the membership fee. Such voting shall be by ballot, unless the meeting by resolution otherwise decides. Applicants accepted for membership shall agree to abide by Its By-laws.

4. A membership year shall extend from the first day of September to the thirty-first day of August.

5. Membership in the club shall be of two classes:

(1) Full membership shall extend to any applicant who is the holder of a certificate of proficiency in amateur radio, or who has an interest in Amateur Radio, upon payment of a prescribed fee

(2) Life membership may be conferred on any member of the Club in good standing who has shown activity as a licensed amateur for at least twenty-five years, and shall be conferred by a resolution of the Board at a duly constituted meeting of the Board.

6. Any member wishing to withdraw from membership in the Club may do so upon notice in writing to the board and filed with the Secretary.

7. A member may be expelled from the Club for any cause which the board may deem reasonable, by resolution passed by at least three-quarters of the members present at a regularly constituted meeting of the Club.

8. A member may be reinstated in the Club after twelve months from termination, by resolution passed by at least three quarters of the members present at a regularly constituted meeting of the Club.

9. A membership shall be terminated if such member is in arrears in the payment of dues on the fifteenth day of November of the current membership year.

DUES

10. Membership fees shall be determined from time to time, by members voting at a general meeting.

11. All membership dues shall be payable on or before the thirtieth day of October of the current membership year.

12. There shall be no annual dues for a life membership.

13. Membership dues for any member maybe waived, by resolution of the Board, at a duly constituted meeting Of the Board.

MEETINGS

14. An annual meeting shall be held once in each year at a place within the Province and on a day in the month of September to be fixed by the Board, provided that no less than fourteen days notice of the time and place of such meeting shall be given to all members.

15. A special meeting of the Club may be called by the board for the transaction of such business as may be properly brought before a special or general meeting of the Club, provided that no less then fourteen days notice of the time and place of such meeting shall be given to all members.

16. Five members in good standing shall constitute a quorum at any meeting.
17. Any duly constituted meeting of the Club or of the board may be adjourned by resolution and without notice to any time and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place.

VOTING

18. Any member in good standing, who has not withdrawn his membership or who has not been expelled from the club, shall have one vote on each item requiring a vote by members.
19. The Secretary shall represent all written proxy votes when so submitted to him/her.

BOARD OF DIRECTORS

20. The Board shall consist of the President, Vice President, Secretary, Treasurer, and two Directors.
21. The Board shall consist of members holding full membership or life membership in the Club and shall be duly elected at a duly constituted meeting.
22. A majority of the Board shall form a quorum for the transaction of business.
23. The affairs of the Club shall be managed by the Board who may exercise all such powers and do all such acts and things as may be exercised or done by the Club and are not, by the By-laws of the Club or by law, expressly directed or required to be done by the Club at a meeting of the members or otherwise.
24. Questions arising at any meeting of the Board shall be decided by a majority of votes and in the case of equality of votes, the President, or board member acting in his place, in addition to his original vote, shall have a second vote.
25. A resolution in writing signed by all members of the Board personally shall be valid and effectual as if it had been passed at a meeting of the Board duly called and constituted.

QUALIFICATIONS

26. The President and Vice President must each hold an Amateur Radio Certificate for a minimum of 12 months.

DIRECTORS

27. The Directors of the Club shall include the following and shall be responsible for but not limited to the duties described hereunder.

- (1) The President, when present,
 - a. Shall preside over all Board meetings, annual meetings, and special meetings and
 - b. Shall be an ex-officio member of all committees.

In the absence of the President, the Vice-President shall undertake the duties of the President and in the absence of both, the President and Vice-President, the Board shall elect a member of the Board to assume the duties of President.

- (2) The Vice-President
 - a. Shall assume the duties of the President, whenever the President is not present, and
 - b. Shall undertake assignments described by the board as may be required.

- (3) The Secretary shall be responsible for
 - a. Keeping accurate minutes of each Board meeting, annual meeting, and special meeting.
 - b. Having charge of all correspondence of the Club under the direction of the Board;
 - c. Keeping a record of all the members of the Club and their addresses, collecting and receiving the annual dues or assessments levied by the Club, and turning such monies over to the Treasurer;
 - d. Keeping the By-laws of the Club and having the same with him at every Board meeting, annual meeting, special meeting, and general meeting, and
 - e. Submitting to the Registrar of Companies on or before the thirty-first day of December of each year, a return containing (i) the address of the registered office of the Club, (ii) the full name, address, and occupation of each Director of the Club, and (iii) the audited financial statement presented at the last annual meeting of the Club.

In the absence of the Secretary, the President may appoint a member of the Board to undertake the duties of Secretary.

(4) The Treasurer shall be responsible for

- a, Receiving all monies paid to the Club and depositing same in whatever chartered bank the Board may order;
- b. Accounting for the funds of the Club and keeping such books as may be required;
- c. Presenting a full detailed account of receipts and disbursements to the Board whenever requested; and
- d. Preparing for submission to the annual meeting a statement duly audited as herein under set forth of the financial position of the Club and submitting a copy of same to the Secretary for the records of the Club.

(5) A combined office of Secretary and Treasurer may be held by one (1) member.

(6) Directors may be assigned specific responsibilities for the Club by the Board.

ELECTIONS

28. All vacancies on the board shall be filled by ballot at the annual meeting of the Club, effective the first day of the month following the election.

29. Separate single elections shall be held to fill the offices of Vice-President, Secretary, Treasurer, and Directors.

30. The office of the President shall be assumed by the Vice President. If the office of the President cannot be filled by succession of the Vice-President, then the office of President shall be declared vacant, and will be filled by the candidate receiving the largest member of votes in the election for Vice-President.

31. The office of Vice-President shall be filled by the candidate receiving the largest number of votes, or by the candidate receiving the second largest number of votes, if the office of President is declared vacant,

32. When a vacancy occurs on the Board during that term of office, the Board may serve notice of an election, to be held at a special meeting, to fill such vacancy for the remainder of the term.

33. The officers and directors shall be elected at the annual meeting for a one year term of office. The immediate past president, if available, shall be automatically on the executive.

REMOVAL OF DIRECTORS

34. Executive members may be removed from office by a resolution passed by majority vote at a general meeting after consultation with said executive members.

SIGNING AUTHORITY

35. Any two of the President, Vice-president and treasurer shall have full signing authority for all business conducted by the Club.

FISCAL YEAR

36. The fiscal year of the Club shall extend from the first day of September to the thirty-first day of August. The financial statements of the Club's affairs for presentation to the members at the annual meeting shall be made up covering those dates.

AUDIT, INSPECTION OF BOOKS AND ACCOUNTS

37. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Club. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual Meeting of the Club. August 31st in each year shall be the end of the fiscal year of the Club.

38. The books and records of the Club may be inspected by any member of the Club at the annual meeting provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

BORROWING POWERS

39. For the purpose of carrying out the objects of the Club, the Board may borrow or raise or secure the payment of money in such manner as they see fit, and in particular by the issue of debentures, provided that such debentures shall not be issued without the sanction of a special resolution of the Club.

SEAL

40. The common seal of the Club shall be under the control of the Board, and the responsibility for its custody and use shall be determined by the Board.

FURNISHING COPY OF BY-LAWS

41. The Club shall furnish to a member, at his request and on payment of a fee not exceeding that set by the Act, a copy of its application and By-laws.

HEAD OFFICE

42. The head office of the Club shall be in the Province of Alberta at the office or place of residence of the Secretary.

CHANGES IN BY-LAWS

43. The By-Laws of the Club shall not be made, altered, added to or rescinded except by a special resolution of the Club.

REMUNERATION

44. Unless authorized at any meeting and after notice of same shall have been given no officer or member of the association shall receive any remuneration; for his services.

DISSOLUTION

45. Should it become necessary to dissolve the Rose City Amateur Radio Club:

1. The dissolution of The Rose City Radio Club shall only be made by means of a Special Resolution and must be made in a manner consistent with such government acts and regulations as may apply to the Club.
2. If the Club is dissolved, the assets and property of the Club shall be distributed in a manner that will benefit amateur radio and/or a non-profit community service organization(s).
3. Any plan for the distribution of the assets and property shall be approved by at least seventy five percent (75%) of members who are eligible to vote and who do so at a duly constituted meeting.

ROSE CITY AMATEUR RADIO CLUB
OBJECTIVES

The objects of the society are:

- (A) To provide for the recreation of members and to promote and afford opportunity for friendly and social activities.
- (b) To acquire lands, by purchase or otherwise, erect or otherwise provide a building or buildings for social and community purposes.
- (c) To encourage and to promote amateur radio and its exercises.
- (d) To provide a meeting place for the consideration and discussion of questions affecting the interests of the community.
- (e) Generally to encourage and foster and develop among its members a recognition of the importance of amateur radio theory and regulations.
- (f) To sell, manage, lease, mortgage, dispose of or otherwise deal with the property of the society.
- (g) To provide education for its members and public by means of classes.
- (h) To co-operate with Provincial, national and International organizations in furthering the development of amateur radio.

Rose City Amateur Radio Club

Signature	City	Province	Postal Code
Print Name			

Signature	City	Province	Postal Code
Print Name			

Signature	City	Province	Postal Code
Print Name			

Signature	City	Province	Postal Code
Print Name			

Signature	City	Province	Postal Code
Print Name			

Signature	City	Province	Postal Code
Print Name			

Signature	City	Province	Postal Code
Print Name			

Witness

Signature	City	Province	Postal Code
Print Name			